



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Label Health, LLC,

Plaintiff,

-against-

Haywire Consulting, Inc. et al.,

Defendants.

1:20-cv-05640 (VSB) (SDA)

ORDER

STEWART D. AARON, UNITED STATES MAGISTRATE JUDGE:

By Order dated March 18, 2021, the Court instructed Plaintiff, a limited liability company, to “file an affidavit or declaration that sets forth the citizenship of *each of the members of* Plaintiff Label Health, LLC.” (Order, ECF No. 28 (emphasis added).) On March 22, 2021, Plaintiff filed Affidavits executed by David Miller and Jeffery Miller. (D. Miller Aff., ECF No. 30; J. Miller Aff., ECF No. 31.) These Affidavits attest that (1) David Miller and Jeffery Miller are Plaintiff’s co-founders and its President and CEO, respectively, and each resides in New York State; and (2) Plaintiff is organized under the laws of New York State and has its principal place of business in New York State. However, neither affidavit expressly identifies any *member* of Plaintiff, still less sets forth the citizenship of each such member.

A limited liability company “takes the citizenship of its *members*.” *Bayerische Landesbank, New York Branch v. Aladdin Capital Mgmt. LLC*, 692 F.3d 42, 49 (2d Cir. 2012) (emphasis added) (citing *Handelsman v. Bedford Village Assoc. Ltd. P’ship*, 213 F.3d 48, 51 (2d Cir. 2000)); *see also* N.Y. Ltd. Liab. Co. L. § 203(c) (“At the time of its formation, a limited liability company must have at least one member.”). “A complaint premised upon diversity of citizenship must allege the citizenship of natural persons who are *members* of a limited liability company and the place of

incorporation and principal place of business of any corporate entities who are *members* of the limited liability company.” *New Millennium Capital Partners, III, LLC v. Juniper Grp. Inc.*, No. 10-CV-00046 (PKC), 2010 WL 1257325, at *1 (S.D.N.Y. Mar. 26, 2010) (emphases added) (citing *Handelsman*, 213 F.3d at 51-52). Accordingly, here, unless and until Plaintiff sets forth the citizenship of each of its members, and the Court confirms the existence of complete diversity, the Court has no basis for exercising diversity jurisdiction.

By reason of the foregoing, it is hereby ORDERED that, no later than Thursday, April 1, 2021, Plaintiff shall file an affidavit or declaration that expressly sets forth the identity and citizenship of each member of Plaintiff Label Health, LLC.

SO ORDERED.

Dated: New York, New York
March 25, 2021



STEWART D. AARON
United States Magistrate Judge